

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

TPC OPERATING, LLC and LENNY
DYKSTRA,

Plaintiffs,

-against-

DOUBLEDOWN MEDIA, LLC and
RANDALL LANE,

Defendants.

No. 08 Civ. 3912 (RB)

**DECLARATION OF DANIEL M.
PETROCELLI IN SUPPORT OF
PLAINTIFFS' MOTION FOR
PRO HAC VICE ADMISSION**

Electronically Filed

DOUBLEDOWN MEDIA, LLC,

Counterclaimant,

-against-

TPC OPERATIONS, LLC, LENNY
DYKSTRA, TREND OFFSET PRINTING
SERVICES, INC., MITCH SHOSTAK and
SHOSTAK STUDIOS, INC.,

Counterclaim-Defendants.


Daniel M. Petrocelli hereby declares as follows:

1. I am a member of the law firm of O'Melveny & Myers LLP.
2. I respectfully submit this declaration in support of the motion for my admission to practice *pro hac vice* in the above-captioned matter.
3. As shown by the attached Certificate of Good Standing issued by the Clerk of the Supreme Court of California, I am a member in good standing of the bar of California.
4. There are no pending disciplinary proceedings against me in any state or federal court.

5. Wherefore, I respectfully submit that I be admitted *pro hac vice* to the bar of this Court for the purposes of appearing on behalf of Plaintiffs and Counterclaim-Defendants TPC Operating, LLC and Lenny Dykstra in the above-captioned proceedings.

I hereby declare under penalty of perjury that the foregoing is true and correct.

Dated: May ²² __, 2008



Daniel M. Petrocelli
O'MELVENY & MYERS LLP
1999 Avenue of the Stars, Seventh Floor
Los Angeles, CA 90067-6035
Tel: (310) 553-6700
Fax: (310) 246-6779



THE STATE BAR OF CALIFORNIA

MEMBER SERVICES CENTER

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1639

TELEPHONE: 888-800-3400

June 12, 2007

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, DANIEL MARIO PETROCELLI, #097802 was admitted to the practice of law in this state by the Supreme Court of California on May 29, 1981; that at his request, on March 26, 1986, his name was changed to DANIEL M. PETROCELLI on the records of the State Bar of California; that he has been from the date of admission, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

A handwritten signature in black ink, appearing to read "Kath Lambert", is written over the printed name.

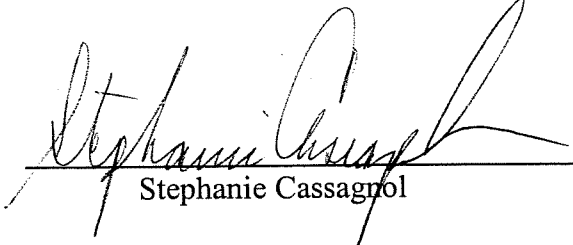
Kath Lambert

Custodian of Membership Records

CERTIFICATE OF SERVICE

I, Stephanie Cassagnol, hereby certify, under penalty of perjury pursuant to 28 U.S.C. § 1746, that on this 30th day of May, 2008, I served a true and correct copy of (1) the Motion of Plaintiffs to Admit Counsel *Pro Hac Vice*; (2) the Affidavit of Edward D. Hassi in support of Plaintiffs' Motion for *Pro Hac Vice* admission; (3) the Declaration of Daniel M. Petrocelli in support of Plaintiffs' Motion for *Pro Hac Vice* admission; and (4) Proposed Order Admitting Plaintiffs' Counsel *Pro Hac Vice*, via Federal Express on the following counsel of record for Defendants, Doubledown Media, LLC and Randall Lane:

Bruce R. Ewing, Esq.
Helene M. Freeman, Esq.
Marc. S. Reiner, Esq.
Dorsey & Whitney LLP
250 Park Avenue
New York, New York 10177
(212) 415-9200


Stephanie Cassagnol